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**REDACTED - FOR PUBLIC INSPECTION**

February 22, 2017

*Via ECFS and Hand Delivery*

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

Re: Application of New Cingular Wireless PCS, LLC and  
Lackawaxen Long Distance Company for Consent to  
Assign License (WT Docket No. 17-36)

Dear Madam Secretary:

Lackawaxen Long Distance Company ("Lackawaxen"), by counsel, submits the attached Response to the February 8, 2017 General Information Request ("Information Request") from the Federal Communications Commission in the referenced docket.<sup>1</sup> This information is provided to assist the Commission in its determination that the proposed transaction serves the public interest.

The Information Request seeks certain information that is sensitive, consisting of commercial, competitive and financial material that Lackawaxen holds in strict confidence and does not reveal to any element of the public. Accordingly, Lackawaxen submits this information to the Commission on a Confidential basis, under the Protective Order issued in this proceeding.<sup>2</sup> To the extent that an inadvertent oversight has led to the submission of material subject to any

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<sup>1</sup> Letter from Roger C. Sherman, Chief, Wireless Telecommunications Bureau to Frank Coughlin, Lackawaxen Long Distance Company, WT Docket No. 17-36 (February 8, 2017).

<sup>2</sup> *Application of New Cingular Wireless PCS, LLC and Lackawaxen Long Distance Company for Consent to Assign License*, Protective Order, WT Docket No. 17-36, DA 17-146 (rel. Feb. 8, 2017).

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Ms. Dortch  
February 22, 2017  
Page Two


privilege, this production does not constitute a waiver of any privilege, and Lackawaxen expressly reserves all rights attendant to such privilege.

Pursuant to the procedures established in the Protective Order and the Information Request, one copy of the Response containing Confidential Information and bearing the legend "CONFIDENTIAL INFORMATION - SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO.17-36 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION - ADDITIONAL COPYING RESTRICTED," delineating Confidential and non-restricted information, is being filed with the Office of the Secretary. Two copies of the unredacted Response are also being delivered to Kathy Harris of the Wireless Telecommunications Bureau's Mobility Division.

In addition, a copy of the Response in redacted form marked "REDACTED - FOR PUBLIC INSPECTION" and clearly delineating Confidential Information is being filed electronically via the Commission's Electronic Comment Filing System ("ECFS"), with courtesy copies delivered via email to Kathy Harris, Kate Mataves of the Wireless Bureau's Competition and Infrastructure Policy Division, and Jim Bird of the Office of General Counsel. Two copies of the redacted Response are also being filed with the Office of the Secretary.

Please refer any questions to the undersigned.

Respectfully submitted,

  
Sylvia Lesse

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**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON, D.C. 20554**

|   |   |                     |
|---|---|---------------------|
| In the Matter of                              | ) |                     |
|   | ) |                     |
| Application of New Cingular Wireless PCS, LLC | ) | WT Docket No. 17-36 |
| and Lackawaxen Long Distance Company          | ) |                     |
|   | ) |                     |
| For Consent to Assign License                 | ) |                     |

**RESPONSE OF LACKAWAXEN LONG DISTANCE COMPANY TO  
GENERAL INFORMATION REQUEST DATED FEBRUARY 8, 2017**

Lackawaxen Long Distance Company (the "Company") by counsel, submits the attached Response to the February 8, 2017 General Information Request ("Information Request") from the Federal Communications Commission in the referenced docket.<sup>1</sup> This information is provided to assist the Commission in its determination that the proposed transaction serves the public interest.

Pursuant to the Protective Order issued in this proceeding,<sup>2</sup> the Company submits this information to the Commission on a Confidential basis. Public, redacted versions are marked, "REDACTED - FOR PUBLIC INSPECTION," and are being filed electronically via the Commission's Electronic Comment Filing System ("ECFS"). Confidential unredacted submissions bear the legend, "CONFIDENTIAL INFORMATION -

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<sup>1</sup> Letter from Roger C. Sherman, Chief, Wireless Telecommunications Bureau to Frank Coughlin, Lackawaxen Long Distance Company, WT Docket No. 17-36 (February 8, 2017).

<sup>2</sup> *Application of New Cingular Wireless PCS, LLC and Lackawaxen Long Distance Company for Consent to Assign License*, Protective Order, WT Docket No. 17-36, DA 17-146, (rel. Feb. 8, 2017).

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SUBJECT TO PROTECTIVE ORDER IN WT DOCKET NO. 17-36 BEFORE THE  
FEDERAL COMMUNICATIONS COMMISSION - ADDITIONAL COPYING  
RESTRICTED," and are being delivered in accordance with the instructions in the  
Protective Order.

*[remainder of page intentionally left blank - responses follow]*

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**INFORMATION REQUEST NUMBER 1:**

**Explain in detail the decision made by Lackawaxen to assign to AT&T the Lower 700 MHz C Block spectrum that is the subject of this application, including any attempts made to enter into a sale of this spectrum or alternative arrangements with parties other than AT&T.**

**LACKAWAXEN RESPONSE:**

Based on the business climate then existing, the Company made the decision to participate in Auction 44 for the subject license (and others) in May 2002. \*\*\* BEGIN

**LACKAWAXEN CONFIDENTIAL INFORMATION \*\*\***

**\*\*\* END LACKAWAXEN**

**CONFIDENTIAL INFORMATION \*\*\***

In July 2012, the Company was presented with the opportunity to lease a portion of the licensed frequencies to a neighboring local exchange company for use in expanding its services. The parties terminated this lease in June, 2015.

**\*\*\* BEGIN LACKAWAXEN CONFIDENTIAL INFORMATION \*\*\***

**\*\*\* END LACKAWAXEN CONFIDENTIAL**

**INFORMATION \*\*\***, the Company instituted a comprehensive internal review of the technology and the current market. The Company's Board of Directors ultimately

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decided in May 2016, that prudent business practices required the exploration of all opportunities associated with the license, including sale.

After reviewing its options, the Company identified and hired Alpina Capital, LLC ("Alpina"), a FINRA-registered investment bank that has negotiated the sale of over 100 wireless systems and/or spectrum transactions since 2006. \*\*\* **BEGIN**

**LACKAWAXEN CONFIDENTIAL INFORMATION\*\*\***

**\*\*\* END LACKAWAXEN**

**CONFIDENTIAL INFORMATION \*\*\***

In late August, 2016, Alpina contacted a selected group of potential buyers for the license. \*\*\* **BEGIN LACKAWAXEN CONFIDENTIAL INFORMATION \*\*\***

**\*\*\* END LACKAWAXEN CONFIDENTIAL INFORMATION \*\*\***

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Respectfully submitted,

  
Sylvia Lesse

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February 22, 2017